

**Supplement to the Mortgage and to the Assignment of Leases**

North American Finance Leasing, Inc. (the "Company") does hereby pledge, mortgage, and grant a security interest unto North American Car Corporation, a Delaware Corporation (the "Secured Party") in and to the railroad cars described in the Schedule attached hereto.

The Company hereby assigns to the Secured Party all its right, title, and interest in, to and under the following Leases, pursuant to and subject to the terms and conditions of the Assignment of Leases referred to above:

<u>Date of Lease</u>	<u>Lessee</u>	<u>Equipment Leased</u>	<u>Term of Lease</u>	<u>Monthly Rental</u>
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SEE ATTACHED SCHEDULE

RECORDATION NO. 7751 Filed & Recorded

**JUN 17 1975-9 15 AM**

**INTERSTATE COMMERCE COMMISSION**

The Company hereby certifies that it has complied with all the terms and conditions of said Assignment of Leases, and that all representations and warranties contained in said Assignment are true and correct as of the date hereof.

This Supplemental Mortgage and Assignment of Leases is issued pursuant to and is governed by the terms and provisions of that certain Equipment Mortgage and Assignment of Leases dated December 18, 1974 among the Company and the Secured Party and filed under §20(c) of the Interstate Commerce Act on December 24, 1974 at 12:05 p.m. as Document Number 7751.

[CORPORATE SEAL]

NORTH AMERICAN FINANCE LEASING, INC.

ATTEST

*Shore Schrage*  
Assistant Secretary

By *Robert B. Oppenheimer*  
Title *President*

STATE OF Illinois }  
COUNTY OF Cook } ss.:

On this 16th day of June, 1975, before me personally appeared Robert B. Oppenheimer me personally known, who being by me duly sworn says that he is the Vice President of North American Finance Leasing Inc., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

*Allen R. Noble*  
Notary Public

[SEAL]

My commission expires 3/16/79

OWNED BY NORTH AMERICAN FINANCE LEASING, INC.

<u>Date of Lease</u>	<u>Lessee</u>	<u>Equipment Leased</u>	<u>Term</u>
4/75	Usemax Fertilizers, Inc.	14802-14804	12 yrs.
4/75	Usemax Fertilizers, Inc.	14805-14809	12 yrs.
8/74	DuPont	16516-16521	5 yrs.
	Not Leased	29778-29786 58547-58550	
7/74	Mortell	72199-72201	5 yrs.
	Not Leased	72220	
4/75	Amoco	76648-76657	5 yrs.
7/74	Allied Chemical	93400	15 yrs.
	Not Leased	93401-93404 525040-525044 525100	